

Provident Commercial Group

One East Fourth Street
Cincinnati, Ohio 45269
513/579-2861

MARK E. MAGEE
Vice President & General Counsel

RECORDATION NO. 86232 Filed & Recorded

FEB 25 1987 12-50 PM

INTERSTATE COMMERCE COMMISSION

Date 2/25/87
Fee \$ 10.00
ICC Washington, D. C.

February 24, 1987

VIA FEDERAL EXPRESS

Interstate Commerce Commission
12th and Constitution Avenue, Northwest
Washington, D.C. 20423
Attn: Mildred Lee, Room 2303
Recordation

Dear Mrs. Lee:

Enclosed please find two copies of a Termination Agreement which terminates a Conditional Sale Agreement described in the Termination Agreement. Provident National Bank as agent is the lender in the Conditional Sale Agreement and has signed both of the Termination Agreements, with these signatures being notarized. Please file the Termination Agreement for recording. A check for the \$10 recording fee is enclosed.

Please return one copy of the recorded Termination Agreement to my attention at the address on this letter. If you have any questions, feel free to call me at the telephone number above.

Thank you for your assistance. I hope you are feeling better.

Very truly yours,

PROVIDENT COMMERCIAL GROUP, INC.



Mark E. Magee
Vice President and General Counsel

MEM/tad
1-0681

Interstate Commerce Commission
Washington, D.C. 20423

2/26/87

OFFICE OF THE SECRETARY

Mark E. Magee
Provident Commercial Group
One East Fourth Street
Cincinnati, Ohio 45269

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/25/87 at 12:50pm, and assigned re-recording number(s). 8623-D (Released)

Sincerely yours,

Noreta R. McGee
Secretary

Enclosure(s)

SE-30
(7/79)

RECORDATION NO. 8623-D Filed & Recorded

FEB 25 1987 12-50 PM

TERMINATION AGREEMENT

INTERSTATE COMMERCE COMMISSION

This Termination Agreement dated as of August 13, 1986 between Great American Insurance Company ("GAI") and Provident National Bank (the "Agent"), as agent for Horace Mann Life Insurance Company and INA Life Insurance Company (the "Investors") pursuant to a Participation Agreement dated as of December 21, 1976.

Recitals

WHEREAS, GAI entered into a Conditional Sale Agreement (the "Conditional Sale Agreement") dated as of December 21, 1976 with National Railways Utilization Corporation ("NRUC") for the purchase of the railway equipment described in Annex B thereto (hereinafter called the "Equipment");

WHEREAS, the Conditional Sale Agreement was assigned by NRUC to the Agent pursuant to an Agreement and Assignment dated as of December 21, 1976;

WHEREAS, the Conditional Sale Agreement was recorded with the Interstate Commerce Commission on December 22, 1976 and assigned Recordation No. 8623; and

WHEREAS, GAI desires to take title to the Equipment free and clear of any interest of the Agent or the Investors and has paid in full the conditional sale indebtedness by delivering its promissory notes in the amount of \$1,299,940.26 and \$396,172.33 to Horace Mann Insurance Company and INA Insurance Company, respectively.

NOW, THEREFORE, the parties hereto agree as follows:

1. The Conditional Sale Agreement is by the mutual consent of the parties, hereby terminated; and

2. The Agent hereby releases any and all security interests which it has in the Equipment.

IN WITNESS WHEREOF, the parties hereto have caused this Termination Agreement to be executed by duly authorized officers.

GREAT AMERICAN INSURANCE COMPANY

By: 

PROVIDENT NATIONAL BANK, AGENT

By: 

The undersigned hereby consent to the foregoing and direct Provident National Bank to execute this Termination Agreement as their Agent.

~~HORACE MANN LIFE INSURANCE COMPANY~~

HOMAN

By: 

~~INA LIFE INSURANCE COMPANY~~

ZANDE & CO.

By: _____

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FEB 25 1987 12-50 PM

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GREAT AMERICAN INSURANCE COMPANY

By: _____

PROVIDENT NATIONAL BANK, AGENT

By: 

The undersigned hereby consent to the foregoing and direct Provident National Bank to execute this Termination Agreement as their Agent.

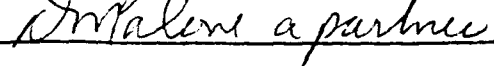
~~HORACE MANN LIFE INSURANCE COMPANY~~

HOMAN

By: _____

~~INA LIFE INSURANCE COMPANY~~

ZANDE & CO. Zander & Co

By: 

State of Ohio)
County of Hamilton) ss.

On this 24th day of February in the year 1987, before me, the undersigned, personally appeared Ronald C. Hayes, personally known to me (or proved on the basis of satisfactory evidence) to be the person who executed the within instrument as Assistant Secretary on behalf of Great American Insurance Company and acknowledged to me that the corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

WITNESS my hand and official seal.

Barbara A. Grosser
Notary Public
Commission Exp.: Notary Public, State of Ohio
My Commission Expires April 13, 1988

State of Pennsylvania)
County of Allegheny) ss.

On this 19th day of February in the year 1987, before me, the undersigned, personally appeared Peter G. Egan, personally known to me (or proved on the basis of satisfactory evidence) to be the person who executed the within instrument as Corporate Trust Officer on behalf of Provident National Bank and acknowledged to me that the corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

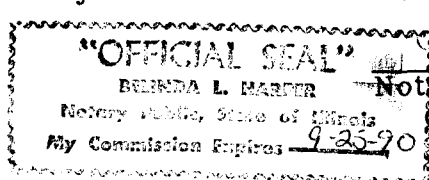
WITNESS my hand and official seal.

Loretta R. Metz
Notary Public
Commission Exp.: Loretta R. Metz, Notary Public
Pittsburgh, Allegheny County
My Commission Expires Aug. 31, 1987
Member, Pennsylvania Association of Notaries

State of Illinois)
County of Sangamon) ss.

On this 11th day of February in the year 1987, before me, the undersigned, personally appeared Gerald L. Gifford, personally known to me (or proved on the basis of satisfactory evidence) to be the person who executed the within instrument as A Partner on behalf of Homan and acknowledged to me that the Partnership executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

WITNESS my hand and official seal.

Belinda L. Harper
Notary Public
Commission Exp.: 9-25-90


State of _____)
County of _____) ss.

On this _____ day of _____ in the year 1986, before me, the undersigned, personally appeared _____, personally known to me (or proved on the basis of satisfactory evidence) to be the person who executed the within instrument as _____ on behalf of INA Life Insurance Company and acknowledged to me that the corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

WITNESS my hand and official seal.

Notary Public
Commission Exp.: _____